OMB APPROVAL

OMB NUMBER: 3235-0145 Expires: December 31, 1997 Estimated average burden

hours per response . . . 14.90

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

> SCHEDULE 13G (RULE 13d-102)

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2)*

AVID TECHNOLOGY INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

05367P100

(CUSIP Number)

Check the following box if a fee is being paid with this statement [X]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 24 pages

CUSIP	No.	05367P1	90	13G	Page	2	of	24	P	Pages	
1		OF REPOR OR I.R.S		RSON IFICATION NO. OF	- ABOVE	PERS	ON				
		B.A.T	Indust	ries p.l.c.							
2	CHECK	THE APP	ROPRIAT	E BOX IF A MEMBE	ER OF A	GROU	 Р*				(a) []
											(b) []
3	SEC U	SE ONLY									
4	CITIZ	ENSHIP 0	R PLACE	OF ORGANIZATION							
		Engla	nd								
			5 S	OLE VOTING POWER							
				-0-							
SI	MBER OF HARES		 6 S	HARED VOTING POW	 √ER						
1WO	FICIALL NED BY EACH	Y		1,300,233							
PI	PORTING ERSON		7 S	OLE DISPOSITIVE							
١	WITH			-0-							
			B S	HARED DISPOSITI	/E POWER	?					
				1,300,233							
9 /	AGGREGA	TE AMOUN	T BENEF	CICIALLY OWNED BY	Y EACH F	REPOR	TING	PERS	ON		
		1,300,2	33								
10 (CHECK B	OX IF TH	E AGGRE	GATE AMOUNT IN F	ROW (9)	EXCL	UDES	CERT	AIN	N SHARES*	[]
		N.A.									
11 F	PERCENT	OF CLAS	S REPRE	SENTED BY AMOUNT	Γ IN ROV	v 9					
		6.11%									
12	TYPE OF	REPORTI	NG PERS	 ON*							
		НС									

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Page 2 of 24 pages

	REPORTING	PERSON DENTIFICATION NO. OF ABOV	E PERSON		
	Farmers	Group, Inc.			
2 CHECK 1	HE APPROPE	RIATE BOX IF A MEMBER OF	A GROUP*		(a) []
					(b) []
3 SEC USE					
4 CITIZEN	ISHIP OR PL	ACE OF ORGANIZATION			
	Nevada				
	5	SOLE VOTING POWER			
		- 0 -			
NUMBER OF	6	SHARED VOTING POWER			
SHARES BENEFICIALLY	•	1,300,233			
OWNED BY EACH REPORTING	7	SOLE DISPOSITIVE POWER			
PERSON WITH		- 0 -			
	8	SHARED DISPOSITIVE POW	 ER		
		1,300,233			
9 AGGREGA	TE AMOUNT	BENEFICIALLY OWNED BY EA	.CH REPORTING PERSON		
	1,300,23	33			
10 CHECK E	OX IF THE	AGGREGATE AMOUNT IN ROW	(9) EXCLUDES CERTAIN SHAR	 RES*	[]
	N.A.				
11 PERCENT	OF CLASS	REPRESENTED BY AMOUNT IN	ROW 9		
	6.11%				
12 TYPE OF	REPORTING	G PERSON*			
	TC				

3 CUSIP No.

05367P100

13G

Page 3 of 24 pages

Item 1 (a). Name of Issuer:

AVID TECHNOLOGY INC.

Item 1 (b).

Address of Issuer's Principal Executive Office:

Metropolitan Technology Park One Park West Tewksbury, MA 01876

Item 2(a).

Name of Person Filing:

B.A.T Industries p.l.c., an English corporation ("B.A.T"), and Farmers Group, Inc. ("Farmers"), a Nevada corporation; Farmers is the beneficial owner of the Issuer's securities identified in Item 2(d) below through various subsidiaries of Farmers, by insurance exchanges for which Farmers acts as attorney-in-fact or by benefit plans for employees of Farmers and its subsidiaries for which Farmers has investment discretion. No such entity beneficially owns in excess of 5% of the class of shares in respect of which this report is being made; and B.A.T may be deemed to be the indirect beneficial owner of such securities by indirectly owning 100% of the issued and outstanding shares of Farmers through B.A.T's wholly-owned subsidiary, South Western Nominees Limited. The filing of this statement by B.A.T shall not be construed as an admission that B.A.T is, for the purposes of Section 13(d) or 13(g) of the Act or under the laws or regulations of the United Kingdom, the beneficial owner of any securities covered by this statement.

Item 2(b).

Address of Principal Business Office or, if none, Residence:

B.A.T Industries p.l.c. Windsor House 50 Victoria Street London SW1H ONL England

Farmers Group, Inc. 4680 Wilshire Boulevard Los Angeles, California 90010 USA

Item 2(c).

Citizenship:

B.A.T Industries p.l.c. - England Farmers Group, Inc. - Nevada

Page 4 of 24 pages

Title of Class of Securities: Item 2(d).

Common stock, par value \$0.01 per share

Item 2(e).

CUSIP Number:

05367P100

Item 3.

This statement is filed pursuant to Rule13d-1(b) by B.A.T, a Parent Holding Company, in accordance with Rule 13d-1(b)(ii) (G), and by Farmers Group, Inc., an Insurance Company (as defined in Section 3(a)(19) of the Act) incorporated under the laws of Nevada.

Item 4.

Ownership:

(a) Amount Beneficially Owned:

1,300,233

The shares being reported were acquired by various subsidiaries of Farmers Group, Inc. by insurance exchanges for which Farmers Group, Inc., acts as attorney-in-fact or by benefit plans for employees of Farmers Group, Inc. and its subsidiaries for which Farmers Group, Inc. has investment discretion. No such entity beneficially owns in excess of 5% of the class of shares in respect of which this report is being made this report is being made.

(b) Percent of Class:

6.11%

(c) Number of shares as to which person has:

Sole voting power: (i) -0-

Shared voting power: Sole disposition power: 1,300,233 (ii) (iii)

Shared disposition power: 1,300,233 (iv)

Item 5.

Ownership of Five Percent or Less of a Class:

Not Applicable.

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Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which
------ Acquired the Security Being Reported on by the Parent Holding

Company:

See Exhibit I.

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Item 9. Notice of Dissolution of the Group:

Not Applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Page 6 of 24 pages

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

B.A.T INDUSTRIES p.l.c.

Dated February 5, 1997

By: /s/ Anthony Robert Holliman

Name: Anthony Robert Holliman
Title: Assistant Corporate Secretary

Page 7 of 24 pages

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

FARMERS GROUP, INC.

Dated February 5, 1997

By: /s/ Alan Porter
Name: Alan Porter
Title: Corporate Secretary

Page 8 of 24 pages

Exhibit Index

Exhibit	Description	Page Number
I	Identification and Classification of Subsidiaries	10
II	Amendment, dated February 6, 1996, to Schedule 13G, dated February 9, 1994	11
III	Schedule 13G, dated February 9, 1994	17

Page 9 of 24 pages

Exhibit I to Amendment No. 2

This statement is filed pursuant to Rule 13d-1(b) by B.A.T Industries p.l.c., a Parent Holding Company, in accordance with Rule 13d-1(b)(1)(ii)(6), with respect to securities held by Farmers Group, Inc., an Insurance Company (as defined in Section 3(a)(19) of the Act) incorporated under the laws of Nevada.

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OMB APPROVAL

OMB NUMBER: 3235-0145
Expires: December 31, 1997

Estimated average burden hours per response . . . 14.90

Exhibit II to Amendment No. 2

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

> SCHEDULE 13G (RULE 13d-102)

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO. 1)*

AVID TECHNOLOGY INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

05367P100

(CUSIP Number)

Check the following box if a fee is being paid with this statement $[\]$. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 11 of 24 pages

CUSIP N	10. 6	05367P100 	13G	Page	2 0†	6	Pages		
1			ING PERSON IDENTIFICATION NO. OF ABO	VE PERSON				 	
		B.A.T	Industries p.l.c.						
2	CHECK	THE APPR	OPRIATE BOX IF A MEMBER OF	A GROUP*				 	 (a) [] (b) []
3	SEC US	SE ONLY						 	
4	CITIZE	ENSHIP OR	PLACE OF ORGANIZATION					 	
		Englan							
		5	SOLE VOTING POWER					 	
	BER OF	6	SHARED VOTING POWER					 	
		 7	800,500SOLE DISPOSITIVE POWER					 	
PERS WIT	SON	ı	-0-						
		8	SHARED DISPOSITIVE POWER					 	
9	AGGREGA	ATE AMOUN	T BENEFICIALLY OWNED BY EA	CH REPORTIN	G PERSON			 	
		800,500						 	
10	CHECK E	N.A.	E AGGREGATE AMOUNT IN ROW	(9) EXCLUDE	S CERTAI	N SHAR	ES*		[]
11	PERCENT	7 OF CLAS	S REPRESENTED BY AMOUNT IN					 	
12	TYPE OF	REPORTI	NG PERSON*					 	
		НС							

Page 12 of 24 pages

CUSIP	No. 05	5367P100	13G	Page	3	of	6	Pages	
1	NAME OF F S.S. OR 1	I.R.S. II	G PERSON DENTIFICATION NO. OF ABOVE F	PERSON					
2	CHECK THE	E APPROPI	RIATE BOX IF A MEMBER OF A (GROUP*					(a) []
									(b) []
3	SEC USE (DNLY							
4	CITIZENSH	HIP OR PI	LACE OF ORGANIZATION						
		Nevada							
		5	SOLE VOTING POWER						
			-0-						
	MBER OF HARES	6	SHARED VOTING POWER						
BENEI OWNI	FICIALLY ED BY ACH		800,500						
REP	ORTING RSON	7	SOLE DISPOSITIVE POWER						
	ETH		- 0 -						
		8	SHARED DISPOSITIVE POWER						
			800,500						
9	AGGREGATE	E AMOUNT	BENEFICIALLY OWNED BY EACH	REPORTING	PER	SON			
		800,500							
10	CHECK BOX	K IF THE	AGGREGATE AMOUNT IN ROW (9)) EXCLUDES	CER	TAIN	SHARE	 ES*	[]
		N.A.							
11	PERCENT (REPRESENTED BY AMOUNT IN RO	OW 9					
		4.33%							
12	TYPE OF F	REPORTING	G PERSON*						
		IC							

Page 13 of 24 pages

The Statement on Schedule 13G, dated February 9, 1994, filed by B.A.T Industries p.l.c. and Farmers Group, Inc., is hereby amended and restated to read in its entirety as follows:

Item 4 Ownership

(a) Amount Beneficially Owned:

800,500

(b) Percent of Class:

4.33%

(c) Number of shares as to which person has:

(i)	sole voting power:	-0-
(ii)	shared voting power:	800,500
(iii)	sole disposition power:	-0-
(iv)	shared disposition power:	800,500

Item 5 Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following box. [X]

Page 14 of 24 pages

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

B.A.T INDUSTRIES p.l.c.

Dated February 6, 1996

By: /s/ A R Holliman

Name: A R HOLLIMAN
Title: ASSISTANT CORPORATE SECRETARY

Page 15 of 24 pages

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

FARMERS GROUP, INC.

Dated February 6, 1996

By: /s/ Maryann Seltzer
Name: Maryann Seltzer
Title: Corporate Secretary

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OMB APPROVAL

OMB NUMBER: 3235-0145 Expires: October 31, 1994 Estimated average burden

hours per response . . . 14.90

Exhibit III to Amendment No. 2

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

> SCHEDULE 13G (RULE 13d-102)

INFORMATION STATEMENT PURSUANT TO RULES 13d-1 AND 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934 (AMENDMENT NO.

AVID TECHNOLOGY INC.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

05367P100

(CUSIP Number)

Check the following box if a fee is being paid with this statement [X]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No	. 05	5367P100	136	Page	2	of 8	Pages -			
		REPORTIN	G PERSON DENTIFICATION NO. OF A	BOVE PERSON				 		
		B.A.T In	dustries p.l.c.							
2	CHECK -	THE APPROF	RIATE BOX IF A MEMBER	OF A GROUP*				 	(a) (b)	
3	SEC USI							 		
4	CITIZE	NSHIP OR F	LACE OF ORGANIZATION					 		
		England								
		5	SOLE VOTING POWER					 		
NUMBER SHARE BENEFIC OWNED	S IALLY	6	SHARED VOTING POWER 646,900					 		
EACH REPORT PERSO WITH	ING N	7	SOLE DISPOSITIVE POWE					 		
		8	SHARED DISPOSITIVE PO	wer				 		
9 A	GGREGA ⁻	ΓΕ ΑΜΟUNT 646,900	BENEFICIALLY OWNED BY	EACH REPORTI	NG PERS			 		
10 C	HECK BO	OX IF THE	AGGREGATE AMOUNT IN RO	W (9) EXCLUD	ES CERT	ΓAIN SHAF	 RES*	 		[]
11 P	ERCENT	0F CLASS 6.41%	REPRESENTED BY AMOUNT	IN ROW 9				 		
12 T		REPORTING	PERSON*					 		

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CUSIP	No.	05367P100		13G	F	Page	3	of	8	Pages					
1		REPORTING		ON NO. OF ABO	VE PERSON						 	 			
		FARMERS	GROUP, INC												
2	CHECK T	HE APPROPE	RIATE BOX I	F A MEMBER OF	A GROUP*						 	 	(a) []	
													(b) []	l
3	SEC USE	ONLY									 	 			
4	CITIZEN	ISHIP OR PI	ACE OF ORG								 	 			
		Nevada													
			5 SOLE	VOTING POWER							 	 			
				-0-											
	MBER OF		6 SHAR	ED VOTING POW	ER						 	 			
BENE OW	FICIALLY NED BY	,		646,900											
REP	EACH ORTING ERSON		7 SOLE	DISPOSITIVE							 	 			
	WITH			-0-											
			8 SHAR	ED DISPOSITIV	E POWER						 	 			
				646,900											
9	AGGREGA	TE AMOUNT	BENEFICIAL	LY OWNED BY E	ACH REPORT	TING F	PERSO	N			 	 			
		646,900													
 10	CHECK E	BOX IF THE	AGGREGATE A	AMOUNT IN ROW	(9) EXCLU	UDES C	CERTA	 IN SH	 IARES	*	 	 		[
		N.A.													
11	PERCENT	OF CLASS	REPRESENTE	D BY AMOUNT I							 	 			
		6.41%													
 12	TYPE OF	REPORTING	PERSON*								 	 			
		IC (See	Item 3)												

Item 1 (a). Name of Issuer:

AVID TECHNOLOGY INC.

Item 1 (b).

Address of Issuer's Principal Executive Office:

Metropolitan Technology Park One Park West Tewksbury, MA 01876

Item 2(a).

Name of Person Filing:

B.A.T Industries p.l.c., an English corporation ("B.A.T"), and Farmers Group, Inc. ("Farmers"), a US corporation; Farmers is the beneficial owner of the Issuer's securities identified in Item 2(d) below through various subsidiaries of Farmers, by insurance exchanges for which Farmers acts as attorney-in-fact or by benefit plans for employees of Farmers and its subsidiaries for which Farmers has investment discretion. No such entity beneficially owns in excess of 5% of the class of shares in respect of which this report is being made; and B.A.T may be deemed to be the indirect beneficial owner of such securities by indirectly owning 100% of the issued and outstanding shares of Farmers through B.A.T's wholly-owned subsidiary, South Western Nominees Limited. The filing of this statement by B.A.T shall not be construed as an admission that B.A.T is, for the purposes of Section 13(d) or 13(g) of the Act or under the laws or regulations of the United Kingdom, the beneficial owner of any securities covered by this statement.

Item 2(b).

Address of Principal Business Office or, if none, Residence:

B.A.T Industries p.l.c. Windsor House 50 Victoria Street London SW1H ONL England

Farmers Group, Inc. 4680 Wilshire Boulevard Los Angeles, California 90010

US

Item 2(c).

 ${\tt Citizenship:}$

B.A.T Industries p.l.c. - England Farmers Group, Inc. - Nevada

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Item 2(d). Title of Class of Securities:

Common stock, par value \$0.01 per share

CUSIP Number: 05367P100 Item 2(e).

Item 3.

This statement is filed pursuant to Rule 13d-1(b) by B.A.T, a Parent Holding Company, in accordance with Section 240.13d-1(b)(ii)(G), and by Farmers Group, Inc., an Insurance Company incorporated under the laws of Nevada.

Item 4. Ownership:

- -----

(a) Amount Beneficially Owned:

646,900

The shares being reported were acquired by various subsidiaries of Farmers Group, Inc. by insurance exchanges for which Farmers Group, Inc., acts as attorney-in-fact or by benefit plans for employees of Farmers Group, Inc. and its subsidiaries for which Farmers Group, Inc. has investment discretion. No such entity beneficially owns in excess of 5% of the class of shares in respect of which this report is being made. made.

Percent of Class: (b)

6.41%

(c) Number of shares as to which person has:

> Sole voting power: Shared voting power: Sole disposition power: (i) (ii) -0-646,900 (iii) -0-646,900 (iv) Shared disposition power:

Item 5. Ownership of Five Percent or Less of a Class:

Not Applicable.

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Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which
----- Acquired the Security Being Reported on by the Parent Holding

Company:

Not Applicable.

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Item 9. Notice of Dissolution of the Group:

Not Applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

B.A.T INDUSTRIES p.l.c.

By: /s/ A R Holliman Name: A R HOLLIMAN
Title: ASSISTANT CORPORATE SECRETARY

Date: February 9, 1994

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

FARMERS GROUP, INC.

By: /s/ Maryann Seltzer

Name: Maryann Seltzer

Title: Corporate Secretary

Date: February 9, 1994

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